

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

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DAVID JAROSLAWICZ, individually and :
on behalf of all others similarly situated, :
 :
 :
Plaintiff, :
v. :
 :
 :
M&T BANK CORPORATION, HUDSON :
CITY BANCORP, INC., ROBERT G. :
WILMERS, RENÉ F. JONES, MARK J. :
CZARNECKI, BRENT D. BAIRD, C. :
ANGELA BONTEMPO, ROBERT T. : Civil Action No. 1:15-cv-00897-RGA
BRADY, T. JEFFERSON CUNNINGHAM :
III, GARY N. GEISEL, JOHN D. HAWKE, :
JR., PATRICK W.E. HODGSON, :
RICHARD G. KING, JORGE G. PEREIRA, :
MELINDA R. RICH, ROBERT E. :
SADLER, JR., HERBERT L. :
WASHINGTON, DENIS J. SALAMONE, :
MICHAEL W. AZZARA, VICTORIA H. :
BRUNI, DONALD O. QUEST, JOSEPH G. :
SPONHOLZ, CORNELIUS E. GOLDING, :
WILLIAM G. BARDEL, and SCOTT A. :
BELAIR, :
Defendants. :
-----X

**STIPULATION AND [PROPOSED] ORDER GOVERNING BRIEFING ON
DEFENDANTS' MOTIONS TO DISMISS**

This Stipulation is entered into between and among Defendants M&T Bank Corporation (“M&T Bank”), Robert G. Wilmers, Rene F. Jones, Mark J. Czarnecki, Brent D. Baird, C. Angela Bontempo, Robert T. Brady, T. Jefferson Cunningham, III, Gary N. Geisel, John D. Hawke, Jr., Patrick W.E. Hodgson, Richard G. King, Jorge G. Pereira, Melinda R. Rich, Robert E. Sadler, Jr., and Herbert L. Washington (collectively, with M&T Bank, the “M&T Defendants”) and Hudson City Bancorp, Inc. (“Hudson City”), Denis J. Salamone, Michael W. Azzara, Victoria H. Bruni, Donald O. Quest, Joseph G. Sponholz, Cornelius E. Golding, William

G. Bardel, and Scott A. Belair (collectively, with Hudson City, the “Hudson City Defendants”) and present Plaintiff David Jaroslawicz, Lead Plaintiff the Belina Family and additional plaintiff Jeff Krublit (“Plaintiffs”) in the above-captioned action:

WHEREAS, the Court appointed the Belina Family as Lead Plaintiff on January 8, 2016;

WHEREAS, all parties stipulated to a Scheduling Order governing certain deadlines regarding an Amended Complaint and the responses thereto, which the Court entered on January 21, 2016;

WHEREAS, Plaintiffs filed an Amended Complaint on February 19, 2016;

WHEREAS, the M&T Defendants and the Hudson City Defendants (collectively, the “Defendants”) intend to move to dismiss the Amended Complaint; and

WHEREAS, counsel for all parties have discussed the most efficient means of briefing the forthcoming motions to dismiss.

IT IS HEREBY STIPULATED AND AGREED that:

1. Defendants shall file a single, joint opening brief in support of their motion to dismiss not to exceed 50 pages;
2. Plaintiffs shall file a single, omnibus answering brief in opposition to Defendants’ motion to dismiss not to exceed 50 pages;
3. Defendants shall file a single, joint reply in support of their motion to dismiss not to exceed 30 pages.

Dated: March 8, 2016

MURPHY & LONDON

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IT IS SO ORDERED this _____ day of _____, 2016.

Honorable Richard G. Andrews